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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 13, 1996

L. BERNARR KELLY
P.O. BOX 755
DESTIN, FL 32540

SUBJECT: LBK ENTERPRISES, INC.
Ref. Number: W96000018550

FILED
95 SEP 23 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for LBK ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 096A00042549

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September 5, 1996

L. BERNARR KELLY
P.O. BOX 755
DESTIN, FL 32540

SUBJECT: LBK ENTERPRISES, INC.
Ref. Number: W96000018550

We have received your document for LBK ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida

Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 896A00041556
Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida
32314

**ARTICLES OF INCORPORATION
OF
LBK ENTERPRISES, INC.**

FILED
96 SEP 23 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, availing his-self of the provisions of the Florida Business Corporation Act, hereby adopt the following articles of incorporation.

ARTICLE I- NAME

The name of this corporation is **LBK ENTERPRISES, INC.**

ARTICLE II- PURPOSE

The purpose of the corporation is to engage in any lawful activity for which corporations are formed under the Business Corporation Law.

ARTICLE III- DURATION

The duration of this corporation shall be in perpetuity, or such maximum period as may be authorized by the laws of Florida.

ARTICLE IV- CAPITAL

This corporation has authority to issue an aggregate of **ONE HUNDRED (100)** shares of capital stock all of which are designated common stock having no par value per share.

ARTICLE V- PREEMPTIVE RIGHTS

Shareholders shall have preemptive rights.

ARTICLE VI- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is:

**CANDACE BASS
4104 INDIAN BAYOU NORTH
DESTIN, FLORIDA 32541**

ARTICLE VII- DIRECTORS

The business and affairs of this corporation shall be managed and all corporate powers thereof shall be vested in and exercised by a board of not less than one nor more than seven directors. On January 04, 1997 and annually thereafter a meeting of shareholders of this corporation shall be held at its registered office for the purpose of electing directors for the upcoming year. Said elections shall be by ballot and in the election of directors each shareholder of record shall have the right of one vote for each share of stock standing in his name on the books of the corporation and a plurality of votes shall be sufficient to elect.

A failure from any cause to hold said annual election or failure to elect directors on the day above specified shall not dissolve the corporation, but the directors and officers then in office shall remain in office and there shall be no election of directors by the shareholders until the date of the next annual meeting to which or to any subsequent annual meeting or meetings the same rule shall apply.

The Board of Directors shall have the authority to make and alter by-laws, including the right to make and alter by-laws fixing their qualifications, classifications, or terms of office, or fixing or increasing their compensation, subject to the power of the shareholders to change or repeal the by-laws so made.

The Board shall further have authority to exercise all such other powers and to do all such other lawful acts and things which this corporation and its shareholders might do, unless prohibited from doing so by applicable laws, or by the articles of incorporation, or by the by-laws of the corporation.

The number, classifications, qualifications, term of office, manner of election, time and place of meeting, whether within or outside the State of Florida, and the powers and duties of the directors, may be from time to time fixed, changed, increased, or reduced by the by-laws.

ARTICLE VIII- INCORPORATION

The name and address of the incorporator of this corporation is:

L. BERNARR KELLY
PO BOX 755
DESTIN, FLORIDA 32541

WITNESSES:

Patricia C. Marshall

Caroline J. Brice

L. Bernarr Kelly

INCORPORATOR

STATE OF FLORIDA

COUNTY OF OKALOOSA

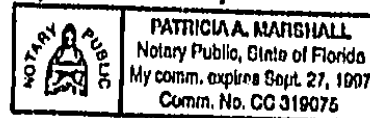
BEFORE ME, the undersigned authority, in the presence of the two witnesses whose names are subscribed to said instrument, personally came and appeared, **L. BERNARR KELLY**, who being known to the said person who signed the foregoing instrument as incorporator said that he signed the instrument as his free act and deed for the purposes mentioned therein. In witness thereof I have affixed my signature on this 22 day of August, 1996 at Destin, Florida this being the same date that the incorporator and witnesses have signed in my presence.

Patricia A. Marshall

PATRICIA A. MARSHALL

NOTARY PUBLIC

my commission expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: LBK Enterprises, Inc.

2. The name and address of the registered agent and office is:

<u>CANDACE BASS</u>	<div>FILED 96 SEP 23 AM 10:35 SECRETARY OF STATE TALLAHASSEE, FLORIDA</div>
(Name)	
<u>4104 Indian Bayou North</u>	
(P.O. Box NOT acceptable)	
<u>Destin, FL 32540</u>	
(City/State/Zip)	

The corporation's principal office is
745 SWAN CR.
DESTIN, FL 32541

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE Candace Bass

DATE Sept 10, 1996

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314